

**UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF DELAWARE**

In re	§	Chapter 11
	§	
W.R.GRACE & CO., et al.,	§	Case No. 01-01139 (JFK)
	§	
Debtors.	§	Jointly Administered

**SECOND AMENDED VERIFIED STATEMENT OF WATERS AND KRAUS, LLP
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019**

I, Leslie MacLean, under penalty of perjury pursuant to the laws of the United States of America, declare as follows:

1. I am an attorney with the law firm of Waters & Kraus LLP (the "Firm"). I am a member in good standing of bar of the State of Texas. I am admitted to practice in the United States District Courts for the Northern District of Texas.

2. I make this Second Amended Verified Statement (the "Statement") pursuant to Federal Rule of Bankruptcy Procedure 2019 and the Revised Order Requiring Filing of Statements Pursuant to Fed. R. Bankr. P. 2019 (the "Order"). I am involved in the Firm's representation of personal injury claimants and based upon a review of the business records of the Firm, I have personal knowledge of the facts set forth herein.

3. As of the date of this statement, the Firm represents a number of personal injury claimants (the "Creditors" or individually, a "Creditor") who have been injured by asbestos or asbestos-containing products mined, manufactured, marketed, distributed, sold, installed, and/or produced by the above referenced debtors and debtors-in-possession (collectively, the "Debtors"). As a result of their injuries, the Creditors hold claims against, *inter alia*, one or more of the debtors or debtors-in-possession. Pursuant to the requirements of the Order, attached hereto as Exhibit "A" is an amended list of the

Creditors represented by the firm, including the name and personal address of each Creditor; the form of agreement authorizing the Firm to act on behalf of each Creditor; the amount of each Creditor's claim if liquidated, and for unliquidated claims an indication that such claims are unliquidated; the date of acquisition of each Creditor's claim; the type of disease giving rise to each Creditor's claim; and a recitation of the pertinent facts and circumstances in connection with the employment of the Firm by the Creditor.

4. Each of the Creditors has employed the Firm by means of a contract between the Firm and the Creditor, or between the Creditor and referring counsel. Each of the Creditors has authorized the Firm to act on their behalf in this matter, among others, by executing a General Power of Attorney. Pursuant to the requirements of the Order, a blank, unredacted exemplar of the General Power of Attorney is attached hereto as Exhibit "B".

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5. At the time of employment of the Firm, the Firm retained a contingent fee interest in each Creditor's claim against the Debtors. The date when such interest was acquired depends upon the date each Creditor entered into his or her contract with the Firm or referring counsel. The Firm has not purchased any claims against the Debtor, nor has it sold or otherwise disposed of claims against the Debtor.

Dated: May 14, 2009

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Leslie MacLean", written over a horizontal line.

Leslie MacLean
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Attorneys for Asbestos Claimants